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November 12, 2019

BY ECF AND ELECTRONIC MAIL

Honorable Alison J. Nathan
United States District Judge
Southern District of New York
40 Foley Square, Room 2102
New York, New York 10007

**Re: *City of Almaty, Kazakhstan, et ano. v. Felix Sater, et al.*,
Case No. 19 Civ. 2645 (AJN) (KHP)**

Dear Judge Nathan:

We represent the City of Almaty and BTA Bank (the “Kazakh Entities”). We write to respectfully request that the Court accept for filing under seal the unredacted versions of the Kazakh Entities’ memorandum of law and Exhibit A thereto in opposition to the motions to dismiss the Kazakh Entities’ First Amended Complaint [ECF No. 83] filed by Defendants Felix Sater, Daniel Ridloff, Bayrock Group Inc., Global Habitat Solutions, Inc., and RRMI-DR LLC [ECF Nos. 105-07] and Defendant Ferrari Holdings LLC [ECF Nos. 99-101 & 104].

In accordance with the Court’s Individual Practices ¶ 4, accompanying this cover letter are versions of the Kazakh Entities’ memorandum of law and Exhibit A thereto to remain under seal subject to the Court’s approval, a version of the memorandum of law with highlighting reflecting proposed redactions, and a partial loose-leaf set of solely those pages on which the Kazakh Entities seek to redact material. In accordance with the Court’s Individual Practices, the Kazakh Entities filed the proposed redacted versions, as well as this letter-motion, on ECF.

The proposed redacted material comprises quotations from and descriptions of non-public documents and testimony designated confidential by various entities and individuals, including Defendant Ferrari Holdings LLC, Ilyas Khrapunov, Triadou SPV S.A., and banks and financial institutions. It includes non-public corporate and financial information that falls within the scope of the Court’s confidentiality orders granting sealing requests by the same parties and non-parties in the related case *City of Almaty, et ano. v. Mukhtar Ablyazov, et al.*, 15 Civ. 5345 (S.D.N.Y.). [See, e.g., Case No. 15 Civ. 5345, ECF Nos. 994, 1017, 1018, 1082, 1121 & 1127.] Furthermore, the documents and testimony quoted and described in the proposed redacted material are not public and have not been relied on by any court in the exercise of judicial authority. Finally, the proposed redacted material consists of information covered by the Stipulated Protective Order in this case, which was so ordered by Magistrate Judge Katharine H. Parker on July 8, 2019, and provides for the sealing of such material in accordance with the Court’s rules. [ECF No. 51 at 5-6.]

To this end, the Kazakh Entities have submitted similar sealing requests accompanying their First Amended Complaint [ECF No. 84] and opposition to Defendant Felix Sater’s motion to stay pending arbitration [ECF No. 91], and the Defendants likewise asked that their papers in support of their motions to dismiss be accepted for filing under seal [ECF Nos. 103 & 108].



The proposed redacted material includes excerpts from testimony of Defendant Sater that was arguably designated confidential in the related case. The testimony was subsequently admitted into evidence at the August 8, 2019 evidentiary hearing held before Magistrate Judge Parker in open court in that case, and therefore the Kazakh Entities do not believe that it continues to be confidential. Nonetheless, because the testimony has not been made publicly available previously and because we have not yet been able to confirm with Sater's counsel that he agrees that his testimony is now public and non-confidential, the Kazakh Entities respectfully seek to file it under seal – at least in the first instance – in an abundance of caution.

Likewise, the proposed redacted material – namely, Exhibit A to the memorandum of law – was produced and designated confidential by Defendant Ferrari. The Kazakh Entities take no position on the confidentiality of this document and contacted Ferrari's counsel to inquire as to its current position on the confidentiality of it. Ferrari requested that this document remain confidential, and therefore the Kazakh Entities respectfully seek to file it under seal.

For these reasons, the Kazakh Entities respectfully request that the Court accept for filing under seal the unredacted versions of their memorandum of law and Exhibit A thereto in opposition to the motions to dismiss the First Amended Complaint. Pending clarification from Sater's counsel, the Kazakh Entities may seek leave to modify the proposed redacted material.

Respectfully,

/s/ Matthew L. Schwartz

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Encl.